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Charles B. Welch, Jr.
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Reply to
Nashville Office

April 3, 2004

Chairman Deborah Taylor Tate
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

RE: Petition of Time Warner Telecom, Inc., Time Warner Telecom Holdings, Inc. and Time Warner Telecom of the Mid-South, LLC for Approval to Issue Debt. Docket No. 04-00051

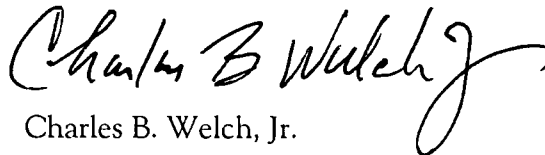
Dear Chairman Tate:

Please find enclosed for filing, an original and 14 copies of Time Warner Telecom of the Mid-South, LLC's responses to Data Request No. 3 in the above referenced matter. Please date stamp one copy for my records.

Thank you for your assistance regarding this matter. If you have any questions, or if I may be of further assistance, please do not hesitate to contact me.

Very truly yours,

FARRIS MATHEWS BRANAN
BOBANGO HELLEN & DUNLAP, PLC


Charles B. Welch, Jr.

CBW/ale

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Mr. Aster Adams
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

RE: Petition of Time Warner Telecom, Inc., Time Warner Telecom Holdings, Inc. and Time Warner Telecom of the Mid-South, LLC for Approval to Issue Debt. Docket No. 04-00051

Dear Mr. Adams:

On behalf of our client, Time Warner Telecom of the Mid-South, LLC ("TWTC"), we provide the following responses to Data Request No. 3 dated March 31, 2004.

1. **Request:** How much savings in interest expenses will be realized by TWTC Holdings as a result of these transactions? Specify with details.

Response: Due to market conditions at time of closing, TWTC will not realize any savings in interest expense as a result of these transactions. The corporate benefit derived is the extension of maturity dates.

2. **Request:** What interest rate will apply for the \$150 million credit facility? Explain in details.

Response. The \$150 million credit facility is a revolving line of credit. TWTC has no current plans to make a draw against this credit line. The interest rate applicable to this line of credit is a floating rate and is explained in detail in the security agreement, selected pages of which are attached and under seal as confidential and proprietary.

3. **Request:** In the Form 10-K filed with the United States Securities and Exchange Commission for the fiscal year ended December 31, 2003, TWT Inc. states the following at page 45:

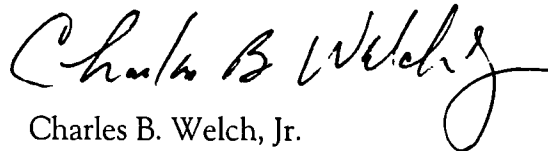
repayment of the credit facility that occurred in **February 2004.**" (emphasis added) Are we right to assume that some or all of the transactions have been consummated before approval by some state public service commissions? Explain.

Response: Yes. The transactions have been closed at the parent or holding company level. The local operating companies, such as Time Warner of the Mid-South, LLC, will participate by executing a guaranty and pledging assets as collateral to secure the indebtedness. The participation of the local operating company will not occur until such participation is approved by the appropriate regulatory authorities

Thank you for your assistance regarding this matter. If you have any questions, or if I may be of further assistance, please do not hesitate to contact me.

Very truly yours,

FARRIS MATHEWS BRANAN
BOBANGO HELLEN & DUNLAP, PLC

A handwritten signature in cursive script, reading "Charles B. Welch, Jr.", written in black ink.

Charles B. Welch, Jr.

CBW/ale